

This listing of claims will replace all prior versions and listings of claims in the application:

**Listing of Claims**

Claims 1 - 2 (Canceled).

Claim 3 (Currently Amended). A foaming composition comprising:

- a. a water dispersible component;
- b. an ester;
- c. water; and a
- d. a foaming surfactant, and
- e. a liquid silicone, wherein the foaming surfactant has a column height of greater than about 20 mm as determined by the Miles-Ross Test and is selected from the group consisting of non-ionic surfactants, cationic surfactants, amphoteric surfactants, anionic surfactant, and mixtures thereof.

Claims 4 – 21 (Previously Canceled).

Claim 22 (Canceled).

Claim 23 (Currently Amended). A foaming composition comprising:

- a. a water dispersible component;
- b. an ester;
- c. water; and a
- d. a foaming surfactant, and
- e. at least one of the following:
  - i) a polymeric emulsifier selected from the group consisting of polyethylene glycol-30 dipolyhydroxystearate; dimethicone copolyol; substituted acrylates; and mixtures thereof and/or a thickener;
  - ii) a benefit agent; or
  - iii) a nonionic emulsifier.

Claim 24 (Currently Amended). The composition of claim 22 23 wherein the thickener is selected from the group consisting of carbomers, acrylate copolymers, hydroxyethylcellulose modified with cetyl ether groups, polyvinylmethyl ether/maleic anhydride (PVM/MA) decadiene crosspolymer, and mixtures thereof.

Claim 25 (Currently Amended). The composition of claim 22 23 wherein the thickener is selected from the group consisting of acrylates/aminoacrylates copolymer, acrylates/steareth-20 methacrylate copolymer; acrylates/ceteth-20 itaconate copolymer, acrylates/steareth-20 itaconate copolymer, carbomers, modified hydroxycellulose, polyvinylacetate/maleic anhydride (PVA/MA) decadiene crosspolymer, and mixtures thereof.

Claim 26 (Currently Amended). The composition of claim 22 23 further comprised of a cleansing enhancer that is a nonfoaming surfactant and/or a non-ionic emulsifier.

Claim 27 (Original). The composition of claim 26 wherein the nonfoaming surfactant is selected from the group consisting of sucrose cocoate, sucrose stearate and mixtures thereof.

Claim 28 (Original). The composition of claim 26 wherein the non-ionic emulsifier is selected from the group consisting of isoceteth 20, oleth-2, mixture of PEG-40 hydrogenated castor oil and trideceth-9 , Poloxamer 184, laureth-4, sorbitan trioleate, polyoxyethylene-(2) oleyl ether, sorbitan stearate, cetearyl glucoside, glyceryl oleate, and mixtures thereof.

Claim 29 (Currently Amended). The composition of claim 22 23 wherein the benefit agent is selected from the group consisting of vasoconstrictors, collagen enhancers, anti-edema agents, depigmentation agents; reflectants; detangling/wet combing agents; film forming polymers; humectants; amino acid agents; antimicrobial agents; allergy inhibitors; anti-acne agents; anti-aging agents; anti-wrinkling agents, antiseptics; analgesics; antitussives; antipruritics; local anesthetics; anti-hair loss agents; hair growth promoting agents; hair growth inhibitor agents; antihistamines; antiinfectives; inflammation inhibitors; anti-emetics; anticholinergics; vasoconstrictors; vasodilators; wound healing promoters; peptides, polypeptides and proteins; deodorants and anti-perspirants; medicament agents; skin emollients and skin moisturizers; skin firming agents, hair conditioners; hair softeners; hair moisturizers; vitamins; tanning agents; skin lightening agents; antifungals; depilating agents; shaving preparations; external analgesics; perfumes; counterirritants; hemorrhoidals; insecticides; poison ivy products; poison oak products; burn products; anti-diaper rash agents; prickly heat agents; make-up preparations; vitamins; amino acids and their derivatives; herbal extracts; retinoids; flavenoids; sensates; anti-oxidants; skin conditioners; hair

lighteners; chelating agents; cell turnover enhancers; coloring agents; pigments; sunscreens and mixtures thereof.

Claim 30 (Currently Amended). The system of claim ~~22~~ 23 wherein the benefit agent is selected from the group consisting of feverfew, centella asiatica, olive leaf, wheat protein, oat oil, lycopene, DMAE, soy and derivatives thereof, colloidal oatmeal, sulfonated shale oil, elubiol, 6-(1-piperidinyl)-2,4-pyrimidinediamine-3-oxide, finasteride, ketoconazole, salicylic acid, zinc pyrithione, coal tar, benzoyl peroxide, selenium sulfide, hydrocortisone, sulfur, menthol, pramoxine hydrochloride, tricetylammonium chloride, polyquaternium 10, panthenol, panthenol triacetate, vitamin A and derivatives thereof, vitamin B and derivatives thereof, vitamin C and derivatives thereof, vitamin D and derivatives thereof, vitamin E and derivatives thereof, vitamin K and derivatives thereof, keratin, lysine, arginine, hydrolyzed wheat proteins, hydrolyzed silk proteins, octyl methoxycinnamate, oxybenzone, minoxidil, titanium dioxide, zinc dioxide, retinol, erythromycin, tretinoin, and mixtures thereof.

Claims 31 – 51 (Previously Canceled).

Claims 52 – 71 (Withdrawn).

Claims 72 – 80 (Currently Withdrawn).

Claims 81 – 85 (Withdrawn).